### Edgar Filing: MISCHELL THOMAS E - Form 5

MISCHELL THOMAS E Form 5 12 2000 Februa FO

February 13, 2006								
FORM 5					OMB AF	PROVAL		
Check this box if no longer subject	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					3235-0362 January 31, 2005	,	
to Section 16. Form 4 or Form 5 obligations may continue.	AN	INUAL ST	Estimated a burden hour response	verage	-			
See Instruction1(b).Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or SectionReported30(h) of the Investment Company Act of 1940TransactionsReported								
1. Name and Address MISCHELL THC	-	ng Person <u>*</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol AMERICAN FINANCIAL GROUP INC [AFG]	5. Relationship of I Issuer (Check	Reporting Pers	.,		
(Last) (F ONE EAST FOU	<sup>7</sup> irst) RTH STR	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2005	Director X Officer (give below) Sr. 7		Owner r (specify		
(S	treet)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi (check	nt/Group Repo	orting		

### CINCINNATI, OHÂ 45202

\_X\_ Form Filed by One Reporting Person \_ Form Filed by More than One Reporting Person

(City)	(State) (	Zip) Table	e I - Non-Deri	vative Sec	curitie	es Acqu	ired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securi Acquired Disposed (Instr. 3, Amount	d (A) of d of (E 4 and (A) or	))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	102,503	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	1,000	Ι	#1 <u>(1)</u>
Common Stock	Â	Â	Â	Â	Â	Â	300	I	#2 <u>(2)</u>
Common Stock	Â	Â	Â	Â	Â	Â	10,215.75	I	#3 <u>(3)</u>

#### Edgar Filing: MISCHELL THOMAS E - Form 5

Common	â	Â	â	Â	â	Â	28,793.15	T	#4 <sup>(4)</sup>
Stock	A	A	A	A	A	A	20,795.15	1	#4 (1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information **SEC 2270** contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day,			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Compensation	\$ 38.31	Â	Â	Â	Â	(5)	(5)	Common Stock	0	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MISCHELL THOMAS E ONE EAST FOURTH STREET CINCINNATI, OH 45202	Â	Â	Sr. V.P Taxes	Â				
Signatures								
Karl J. Grafe as Attorney-in-Fact Mischell	for Thon	nas E.	02/13/2006					

# **Explanation of Responses:**

\*\*Signature of Reporting Person

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Indirect #1: Represents one-half of the 2,000 shares held by a general partnership of which the Reporting Person is a 50% partner.
- (2) Indirect #2: Held by a minor child of the Reporting Person

Indirect #3: Shares allocated to the Reporting Person's account under the Issuer's Employee Stock Purchase Plan (the "ESPP") in 2005 at (3) prices ranging from \$25.84 to \$32.21 per share. All ESPP information reporting herein is based on a plan statement dated as of December 31, 2005.

Date

(9-02)

#### Edgar Filing: MISCHELL THOMAS E - Form 5

Indirect #4: The Company Retirement and Savings Account. The number of shares of Common Stock which would be represented by the (4) value of the Reporting Person's Company Securities Funds account in the Issuer's Retirement and Savings Plan is based on a statement

(4) Value of the Reporting Person's Company Securities Funds account in the issuer's Retirement and Savin dated as of 12/31/2005.

Represents amounts deferred by the Reporting Person in the Issuer's Deferred Compensation Plan. The account value increases or(5) decreases based on the value of the Issuer's common stock. Upon termination of employment or earlier, if so elected, the Reporting Person's account balance may be distributed, at the option of the Issuer, either in cash or in shares of the Issuer's common stock.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.